

# **EXHIBIT A**

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

**IN RE: NATIONAL PRESCRIPTION  
OPIATE LITIGATION**

**THIS DOCUMENT RELATES TO:**

*The County of Summit, Ohio*, et al. v.  
*Purdue Pharma L.P.*, et al.,  
Case No. 18-op-45090

*The County of Cuyahoga, Ohio*, et al. v.  
*Purdue Pharma L.P.*, et al.,  
Case No. 17-op-45004

*City of Cleveland, Ohio*, et al. v.  
*AmerisourceBergen Drug Corp.*, et al.,  
Case No. 18-op-45132

MDL No. 2804

Case No. 1:17-md-2804

Judge Dan Aaron Polster

**DECLARATION OF THOMAS S. MOFFATT IN SUPPORT OF  
CVS HEALTH CORPORATION'S MOTION TO DISMISS**

I, Thomas S. Moffatt, hereby affirm, under penalty of perjury, that I am over 18 years of age and am competent to make the following declaration:

1. I have personal knowledge of the matters stated herein, and they are true and correct to the best of my knowledge. I am authorized to make this declaration on behalf of Defendant CVS Health Corporation. I authorize the use of this declaration in connection with the above-captioned lawsuits.

2. I have been employed with CVS Pharmacy, Inc. since 1997, and currently hold the position of Vice President, Secretary, and Assistant General Counsel – Corporate Services of CVS Pharmacy, Inc.

3. I am familiar with the corporate structure of CVS Health Corporation, and over the past twenty years in my role at CVS Pharmacy, Inc., I have become familiar with the nature of

CVS Health Corporation's primary business functions and the business functions of certain of its subsidiaries.

4. CVS Health Corporation is a holding company and has no operations other than those related to its status as a holding company. Its primary functions are to issue stock that is traded on the New York Stock Exchange and to file reports with the Securities and Exchange Commission. It also performs certain other functions related to those primary functions.

5. CVS Health Corporation is organized under the laws of the State of Delaware. Its principal place of business is located in the State of Rhode Island.

6. CVS Health Corporation has no offices or facilities in Ohio. None of its limited business functions regularly occur there. It has no assets, income, employees, or operations in Ohio. It is not qualified as a foreign corporation under the laws of Ohio, does not have a registered agent for service of process there, and is not regulated by any Ohio state agency.

7. CVS Health Corporation has agreements with a limited number of senior executives who are officers of CVS Health Corporation and who are employed by and provide services to various subsidiaries of CVS Health Corporation. None of these officers is located in Ohio.

8. CVS Health Corporation has no direct involvement in directing, managing, or supervising the operations or the employees of any of its subsidiary companies, including any of its subsidiaries that ever have engaged in the distribution of prescription opioids.

9. CVS Health Corporation does not manufacture, distribute, or dispense opioids, in Ohio or elsewhere. In fact, it does not provide or offer any product or service, or place into the stream of commerce any product or service.

10. CVS Health Corporation is a separate and distinct company from its subsidiaries, each of which observe and enforce corporate formalities.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 22nd of May, 2018, in Woonsocket, Rhode Island.



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THOMAS S. MOFFATT